

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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UNIVERSITAS EDUCATION, LLC,  
:  
Judgment Creditor,  
:  
-against- : Case Nos. 11 CV 1590-LTS-HBP and  
NOVA GROUP, INC., as trustee, sponsor and  
fiduciary of THE CHARTER OAK TRUST :  
WELFARE BENEFIT PLAN,  
:  
Judgment Debtor.  
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**STIPULATION AND ORDER OF DISTRIBUTION**

The Court having considered this Stipulation and Order of Distribution filed by Kathy Kehoe, as Trustee of the Grist Mill Trust dated October 1, 2003 (the "Grist Mill Trust"), and Universitas Education, LLC ("Universitas"), it is hereby GRANTED and ORDERED that the monies currently on deposit at Webster Bank in New York, in Webster account number XXXXXXXX419 in the amount of \$239,108.48, and in Webster account number XXXXXXXX426 in the amount of \$251,912.20, shall be immediately distributed to Universitas, c/o Loeb & Loeb LLP, by way of a wire transfer to Loeb & Loeb LLP's Trust Account, Citigroup Private Bank, 153 East 53rd Street, New York, New York 10022, account number 24576266 (routing number 021000089).

This Order is without prejudice to further applications by Universitas for the turnover of additional monies deposited into the subject accounts by the Grist Mill Trust and/or its trustee(s) and/or administrator(s).

HALLORAN & SAGE LLP

By:

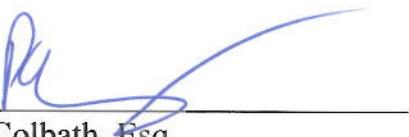
  
Daniel E. LaBelle, Esq.

*Attorneys for Kathy Kehoe, Trustee  
of the Grist Mill Trust dated  
October 1, 2003*  
315 Post Road  
Westport, CT 06880  
Tel: (203) 222-4304

Dated:

LOEB & LOEB LLP

By:

  
Paula K. Colbath, Esq.

*Attorneys for Universitas Education, LLC*  
345 Park Avenue  
New York, NY 10154  
Tel: (212) 407-4905

HONORABLE LAURA TAYLOR SWAIN  
UNITED STATES DISTRICT JUDGE